

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY
NEWARK DIVISION**

**U.S. SECURITIES AND EXCHANGE
COMMISSION,**

Plaintiff,

v.

**VUUZLE MEDIA CORP.,
RONALD SHANE FLYNN, AND
RICHARD MARCHITTO,**

Defendants.

Civil Action No. 2:21-cv-01226-KSH-CLW

DECLARATION OF MARK HOFFMAN

I, MARK HOFFMAN, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am a United States citizen and resident of Bainbridge Island, Washington. I make this declaration based on my personal knowledge.
2. I hold a bachelor's degree in English literature. I currently work as a contractor doing technical writing for the United States Navy.
3. On or about August 3, 2021, I began receiving repeated phone calls to one of my cell phone numbers from an unknown caller, ostensibly calling from two different phone numbers with the Nevada area code 702. Over the next few weeks, I received approximately 24 phone calls from those Nevada phone numbers, which I ignored.
4. On or about August 25, I finally answered one of the calls. I was greeted by a man with a foreign accent who introduced himself as "Egrir." Egrir told me that he was calling on behalf of Vuuzle Media Corp. Limited about an investment opportunity in Vuuzle TV, which he described as a "free internet TV application" that earned money from

advertising, which he compared to Facebook, YouTube, and Google. Egrir explained they were planning to take the company public through an “STO.” I now understand that “STO” stands for “securities token offering.”

5. Egrir then asked me if I was an accredited investor. I was irritated with the repeated calls, and wanted to learn what this was about, so I played along and said that I am. In fact, I am not. I could hear other voices in his background, which led me to suspect that he was located in a call center somewhere. After I told him I was accredited, he told me that he would have his “senior advisor” call me back to discuss Vuuzle – either a “Christopher” or “Josh.”
6. The next day, on or about August 26, Egrir called me back and asked if I was available to take a call from his “senior advisor.” I told him that I was. Later that day, I received a phone call from an individual calling from a California area code (424), who introduced himself as Joshua Flynn.
7. Joshua Flynn described Vuuzle TV as a free online TV application and claimed the company earned profits from digital advertising. He directed me to a website located at www.vuuzle.tv, which I was not able to access due to computer issues. Joshua Flynn represented that Vuuzle had connections with various well-known companies, including a “partnership” with Verizon. He also claimed that Vuuzle had spent \$15 million to build a “Hollywood studio” in Dubai and offered to schedule me for a virtual tour of the facility.
8. Joshua Flynn then told me that Vuuzle was selling digital “coins,” which he called “Vuco security tokens” and which could be purchased for \$5.50 each. He told me that these tokens were backed by the value of Vuuzle in the same way that a regular stock is backed by the value of the company. He claimed that Vuuzle is currently waiting for its

“Fintech” license and told me the token cannot be traded yet. However, Joshua Flynn told me that if I invested now – before that license is issued – I would be eligible to receive dividends.

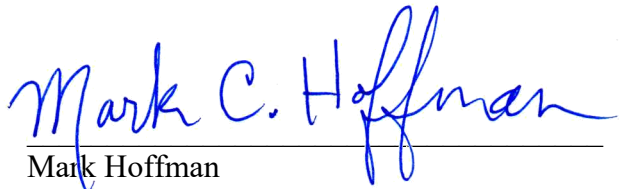
9. Joshua Flynn predicted, based on current and expected revenues, that Vuuzle would be paying its first quarterly dividend toward the end of this year – and estimated that the dividend would be approximately \$1.25. Joshua Flynn then calculated that I could make nearly my entire investment back in one year in quarterly dividends alone. Joshua Flynn also compared Vuuzle to Netflix, whose stock trades at \$500 per share, and predicted that the Vuco token would increase in value over the next 12 to 24 months to “easily” reach \$100 per token.
10. At the end of the conversation, Joshua Flynn noted that Vuuzle has been attacked by “alphabet soup companies” including the SEC, but added “that’s all part of the game.”
11. After my conversation with Joshua Flynn, I received a series of emails from his secretary, Nyamore Diaz Fernandez, which contained additional materials promoting Vuuzle and the Vuco investment. For instance, one email I received contained eight different links to videos of the purported studio in Dubai. This email is attached as **MH Exhibit 1**.
12. Another email sent just a couple minutes later contained links to information about the Vuco token and crypto investments in general. An attachment to that email titled “What is Vuuzle Media Corp’s worth” purports to compare Vuuzle’s value to other online media companies, like Hulu, which it claims was purchased by Disney for \$5.8 billion. This document also refers to an investment of \$9 billion by Warren Buffet into “Vuuzle’s partner” Verizon, and claims that this “growth expectancy also follows with Vuuzle

Media Corp through its token VUCO.” This email and its attachment are attached as **MH Exhibits 2a and 2b.**

13. On or about September 8, 2021, I spoke again by phone with Joshua Flynn about the Vuuzle investment. Following that conversation, I received an email from an individual named Roxy Borinaga, with the title “Senior Head Intl./Investor Relations Secretary to JF & a PH Corporate member Marketing, Sales & Investment Department.” The email contained an attached “investment agreement” to buy Vuco security tokens, between three parties: Vuuzle Media Corp. Limited; Ronnie Flynn; and “the investor.” The email also contained instructions to send investment funds to a company called VUMU MUSIC LLC, either via a transfer to a TD Bank account or by mailing a check to an address on 42 Broadway in New York City. This email and it attachments are attached as **MH Exhibit 3a through 3d.**

14. As of today, I have not invested any money with Vuuzle and I do not plan to.

I declare under penalty of perjury that the foregoing is true and correct, and that this declaration was executed this ____ day of September, 2021, in Bainbridge Island, Washington.


Mark Hoffman